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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pepper Hamilton LLP
Attorneys at Law

50th Floor
500 Grant Street
Pittsburgh, PA 15219-2502
412.454.5000
Fax 412.281.0717

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ligoc@pepperlaw.com

October 24, 2005

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Clinical Cell Culture Americas, LLC

Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced entity is an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. Also enclosed is a Certificate of Good Standing and our check in the amount of \$125.00 to cover the filing fee.

Please provide us with proof of filing when available. If you have any questions or require additional information, please feel free to contact us.

Very truly yours,



Cynthia Cerchie Ligo
Senior Paralegal

Enclosures

cc: Troels Jordansen (w/encl.)
Jordan Wittmeier (w/encl.)
David S. Smith, Esquire (letter only)

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Clinical Cell Culture Americas, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

David S. Smith, Esquire
(Name of Person)

Pepper Hamilton LLP
(Firm/Company)

One Mellon Center, 50th Floor, 500 Grant Street
(Address)

Pittsburgh, PA 15219
(City/State and Zip Code)

For further information concerning this matter, please call:

David S. Smith, Esquire at (412) 454-5862
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

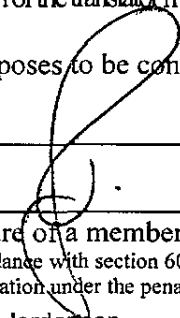
**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Clinical Cell Culture Americas, LLC
(Name of Foreign Limited Liability Company)
2. Delaware 3. 20-2578762
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. January 4, 2005 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 3111 University Drive, Suite 418
Coral Springs, FL 33065
(Street Address of Principal Office)
8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:
Troels Jordansen
13-15 Hills Road
Cambridge CB2 INL England

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Sale of tissue and cell
therapy products


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)
Troels Jordansen

Typed or printed name of signee

FILED
05 OCT 31 PM 2:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Clinical Cell Culture Americas, LLC

2. The name and the Florida street address of the registered agent and office are:

Jordan Wittmeier

(Name)

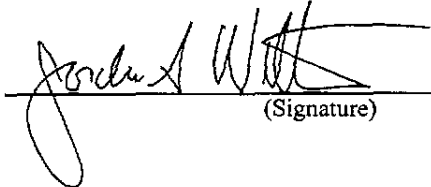
3111 University Drive, Suite 418

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Coral Springs, FL 33065

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

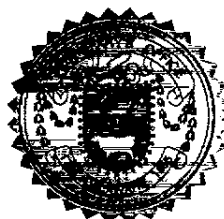
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CLINICAL CELL CULTURE AMERICAS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF AUGUST, A.D. 2005.

3907281 8300

050672842

AUTHENTICATION: 4093195

DATE: 08-15-05



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State